UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

SERGEY ALEYNIKOV, Plaintiff, v. THE GOLDMAN SACHS GROUP, INC., Defendant.	No. 12-cv-5994-KM-MAH **AFFIDAVIT OF ADAM SCHLESINGER**

Adam Schlesinger, being first duly sworn, states:

1. I am a managing director of Goldman, Sachs & Co. ("GSCo."). I work within the Equities Division. I have been employed at GSCo. since May 31, 1999. Unless otherwise noted, the following is based on my personal knowledge and review of GSCo. records. If called upon to do so, I could and would testify competently to the matters set forth herein.

2. Beginning in 2008, I supervised Sergey Aleynikov for a period of about eight months, until his departure from GSCo. in 2009. Aleynikov was employed by GSCo. in the Equities Division and at the time of his departure held the functional title of "vice president" in GSCo.'s Equities Division. He was one of approximately 25 programmers who reported to me. I am also familiar with

Aleynikov's role within GSCo. from the time he joined GSCo. until the time I supervised him.

3. As an employee of GSCo., Aleynikov worked as a mid-level computer programmer. He wrote source code and worked mostly on infrastructure-related projects in support of GSCo.'s high-frequency trading operations.

4. No other employees of GSCo. reported to Aleynikov. He did not supervise anyone. He had no management responsibilities. He was not authorized to and did not transact business on behalf of GSCo. Aleynikov did not have the authority to appoint any employees of GSCo. as attorneys-in-fact of GSCo., The Goldman Sachs Group, Inc., or the Goldman Sachs organization.

I declare under penalty of perjury that the foregoing is true and correct.

Adam Schlesinger
Managing Director
Goldman, Sachs & Co.

Subscribed and sworn to before me this 10th day of October, 2012.

Notary Public

JOANNA M. LANE
NOTARY PUBLIC-STATE OF NEW YORK
No. 02LA6244131
Qualified in New York County
My Commission Expires July 27, 2015